

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Barmasom Aviation, Inc.

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-01/04/00--01034--014
*****70.00 *****70.00

✓ Art of Inc. File *Photo*

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

Cert. Copy

✓ Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Release

Courier

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

LM 12/4 9:09

RECEIVED
00 JAN -4 AM 10:02
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
JAN 04 2000

ARTICLES OF INCORPORATION
OF
Barmasom Aviation, Inc.

CLERK OF STATE
TALLAHASSEE, FLORIDA

00 JAN -4 AM 11:00

FILED

ARTICLE I

Name

1.1. The name of the corporation is **Barmasom Aviation, Inc.**

ARTICLE II

Duration

2.1 This corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation with the Department of State of Florida.

ARTICLE III

Purpose

3.1 This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

Capital Stock

4.1 This corporation is authorized to issue 1000 shares of stock of \$1.00 par value common stock.

ARTICLE V

Preemptive Rights

5.1 Should the capital stock be increased at any time, the stockholders at the time of such increase shall be entitled to a pro-rata share of such increase upon payment for the shares at the price at which the shares are offered to others.

ARTICLE VI

Initial Registered Office and Agent

6.1 The street address of the initial registered office of this corporation is 5999 Central Avenue, Suite 202, St. Petersburg, FL 33710 and the name of the initial registered agent of this corporation is D & B CORPORATE SERVICES, INC.

6.2 The corporation's initial principal place of business will be:

5999 Central Avenue, Suite 202
St. Petersburg, FL 33710

ARTICLE VII

Initial Board of Directors

7.1 This corporation shall have two Directors initially.

7.2 The number of directors may be increased or decreased from time to time in accordance with the bylaws, but shall never be less than one (1).

7.3 The names and addresses of the initial directors of this corporation are as follows:

Brian P. Deeb
5999 Central Avenue, #202
St. Petersburg, FL 33710

Ronald J. Methot
107 Eighth Avenue SE
Hangar One, Albert Whitted Airport
St. Petersburg, FL 33701

ARTICLE VIII

Incorporator

8.1 The name and address of the person signing these Articles is:

Brian P. Deeb
5999 Central Avenue, Suite 202
St. Petersburg, FL 33710

ARTICLE IX

Indemnification

9.1 The corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

ARTICLE X

Amendment

10.1 This corporation reserves the right to amend or repeal any provisions contained in these Articles, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 3 day of January, 2000.

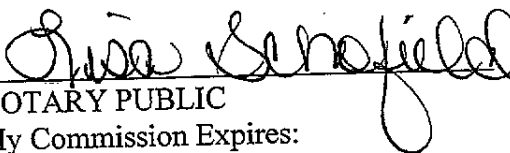


BRIAN P. DEEB (Incorporator)

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, the undersigned authority, personally appeared BRIAN P. DEEB, personally known to me to be the person described above, and he acknowledged to me that he executed the same for the purposes therein expressed, and did take an oath.

SWORN TO AND SUBSCRIBED before me this 3 day of January, 2000.



NOTARY PUBLIC
My Commission Expires:



CONSENT OF REGISTERED AGENT

Having been named as Registered Agent for Barnasom Aviation, Inc., as the registered office designated in the Articles of Incorporation, the undersigned hereby accepts the designation of Registered Agent.

D & B CORPORATE SERVICES, INC.

By: [Signature]
Brian P. Deeb, President

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, the undersigned authority, personally appeared BRIAN P. DEEB, President of D & B CORPORATE SERVICES, INC. and acknowledged that he foregoing Consent of Registered Agent for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me this 3 day of January, 2000.

[Signature]
NOTARY PUBLIC

My Commission Expires:



FILED
00 JAN -4 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA